

UNIVERSITY BOARD OF DIRECTORS

CONFIRMED

Minutes of the meeting held on 25 November 2021, held in room SKF26, Fusehill Street, Carlisle

Present: Mr M Williams (Chair), Miss F Aiken, Mrs E Bales, Mr J Batty, Revd Canon C, Butland, Professor J Lee, Mr I Looker, Professor J Mennell, Mr C Nall (until 21:50), Ms S Swindley, Ms P Tatlow (until 21:50), Mr P Yates

In attendance: Professor A Atherton, Strategic Advisor Enterprise & Engagement (item 21:47)
Dr J Brown, University Secretary
Mr D Chesser, Chief Operating Officer
Mr A Heron, Deputy Director of Finance & Planning (items 21:40 and 21:41)
Mrs K McLaughlin-Flynn, Deputy Chief Operating Officer (item 21:46)
Professor Rob Trimble, DVC (Academic)
Professor B Webster-Henderson, DVC (HE&I)

21:31 Apologies for absence Verbal
Apologies for absence were received from Mrs J Johnston, Mr I Purdham and Ms M McConnell.

21:32 Declaration of Interests Verbal
Mrs E Bales in relation to her role as Director of Student Services.

21:33 Minutes of the previous meeting UB21/21a &b
The minutes and confidential minutes from the previous meeting on 14 October were confirmed as an accurate record.

21:34 Matters Arising UB21/21c
The action log was noted

21:35 Chair's Business Verbal
The Chair detailed the activities he had been engaged with in his role as Chair of the Board since the last meeting:

- Signing revised schedules for the contracts with the seven paramedic trusts; and
- Attending a dinner in Barrow with members of the Borough Council and senior BAE staff, and visiting BAE Barrow site the following day to discuss the proposed UoC/BAE collaboration.

A Director who also attended the dinner commented that it was useful to be able to gauge the enthusiasm for the project from the stakeholders present, all of whom were very supportive. A further Director who had attended the BAE visit commented that it was very helpful in seeing how the campus would be developed and how it would integrate with the BAE site. The Chair added that two BAE Directors attended the tour, a sign of the importance of the project for the company.

21:36 University Board Committees

Received:	<ul style="list-style-type: none"> • Finance and Resources Committee: <ul style="list-style-type: none"> - Minutes and confidential minutes – 05 October 2021 - Verbal report – 09 November 2021 • Audit & Risk Committee: <ul style="list-style-type: none"> - Minutes and confidential minutes – 23 September 2021 - Verbal report – 11 November 2021 	FRC21/13 a&b Verbal ARC21/07 a&b Verbal
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- People, Performance & Culture Committee: Verbal report – 08 November 2021 Verbal
- Academic Governance Committee: Verbal report – 02 November 2021 Verbal

The Chair outlined why he had revised the standard agenda order, bringing the committee reports forward on this occasion, as much of the work of the Board took place in the committees.

People, Performance & Culture Committee (PPCC)

The Chair of PPCC provided highlights from the recent meeting of the Committee starting by reporting that the Committee had been impressed that over 60 people were registered in the new pension scheme, the take up of which had been positive. The Committee had reviewed the Health and Wellbeing Action Plan in detail and were very encouraged by the breadth of the activity planned. A report had been received on plans for the next staff survey, a key piece of work in supporting changes to the University's culture which would flow through to the student experience. The annual Health and Safety report had been very encouraging except for the fire at the London campus, for which further information would be available once the incident report had been completed. The Committee also agreed to meet Trade Union representatives once a year to increase the engagement of the Committee with staff representatives and listen to their feedback. The Chair of the Committee concluded by reporting that the new Associate Director, Rev'd Andrew Burrell, attended the meeting.

It was commented that with rising inflation it was more tax efficient to increase pension contributions than salary. The COO responded that there was only the ability to flex contributions in the new scheme, all other schemes were fixed.

Whether all of the staff on the new scheme were new starters was asked. The COO responded that 95% were new starters.

Academic Governance Committee (AGC)

The Chair of AGC reported that the other new Associate Director, Fiona Boulton, joined the first meeting of AGC of the year. The Committee reviewed the Degree Outcomes Statement, elsewhere on the Board's agenda. Other agenda items included reports on Quality Assurance, Teaching and Learning during the pandemic, and the very comprehensive REF Equality Impact Assessment. A report on the Access and Participation Plan (APP) was received by the Committee; since the meeting there had been a speech by the Minister that indicated there were to be changes to the APP requirements for the later years of the current plan. The appointment of the new Director for Fair Access and Participation at the OfS was also noted, with a suggestion that they could be invited to visit the University. The Committee Chair concluded by reporting that a detailed report and presentation from each Institute Director on the NSS had been received, with a focus on what was being done to improve the student experience. Key points were that the feedback students gave face to face in-year had not been the same as that received in the NSS, with more consistent in-year surveying now in place; and that plans were in place at programme, Institute and institutional levels to improve consistency.

A question was asked as to whether the Committee was assured that the actions set in response to the NSS results two years ago had been completed. The Committee Chair responded that the actions may well have been undertaken, however the reality was that people had been operating under different circumstances through the last period. Looking forward, the results were not as the senior team had anticipated, actions had been planned in response and would be followed up on through the year.

The importance of the Committee's work in looking at the detail across its remit was noted.

Finance and Resources Committee (FRC)

The Committee Chair reported that at its last meeting FRC had reviewed the Annual Report and confirmed that the text was appropriate. The Committee monitored financial performance through a number of reports, many of which also came to University Board, such as the recruitment report. The Committee's overall impression was that the University's financial position was better than in the previous two years, noting that there were always matters that could be looked into further. The Committee also scrutinised work on the major projects, Citadels and Barrow, but did not discuss the UoC2020 project at the last meeting. Other matters covered at the meeting were elsewhere on the Board's agenda.

Audit & Risk Committee (ARC)

The Chair of ARC commented that the majority of the business covered at the Committee's November meeting was elsewhere on the Board agenda, with the meeting mainly focusing on assurances relating to a range of matters. The Committee had also received a report on an internal audit review of Apprenticeship delivery, the report had a number of recommendations, mainly relating to efficiency, but was positive and looked to support the increase in numbers of apprentices over the coming years. The report had been well received by management.

AGREED: To receive the minutes and verbal updates from committee chairs.

21:37 Vice Chancellor's Report

UB21/22

Received: Vice Chancellor's Report and summary of the Vice Chancellor's activities & engagements

a) & b)

The Vice Chancellor asked for any comments or questions on her report.

More information was requested on the returns to HESA. The Vice Chancellor set out how two returns were made on an annual basis in relation to student numbers: one in December to forecast how many students the University expected to have in the year; the other confirmation of actual numbers for the year just completed. The implications of the first return were in relation to some types of special funding that were provided based on the data returned; the data from the second return was used in various ways by a range of bodies, including league table compilers. That the student numbers had increased was good news, however the implications for staffing and systems in some areas of the University were being looked into.

The views of local authority staff the University was liaising with on the local government re-organisation was asked. The Vice Chancellor responded that there was an acceptance of the position and a willingness to get on with making the changes, recognising that it may not be their preferred solution.

Whether the University tended to carry staff vacancies and how it was managing at the current time was asked. The Vice Chancellor responded that until recently the University always carried a certain, predictable, percentage of vacancies. Over the last 12 to 18 months there had been an increase in new posts advertised by the University, for example to support the growth in paramedic practice, and a challenge was being seen in recruiting staff in some professional service areas where there was competition with other sectors. The Chair of ARC commented that this may be a matter for the Committee to consider, with risk 5 on the risk register being about having the right people.

The Vice Chancellor was thanked for her report.

AGREED: To receive the report.

21:38 Student's Union Matters

UB21/23

Received: A report from the Students' Union.

The Chair reported that the Student Director was off work but thanked the Students' Union for the report made in her absence, which set out a good level of activity. It was noted that the report was not a substitute for the input from the Student Director; ways to ensure that the Board heard the student voice if the Student Director remained off work into January were being considered.

AGREED: To receive the report.

21:39 Academic Matters

UB21/24

Received: Report from the DVC(Academic) and the DVC(Health Environment & Innovation)

a)
b)

DVC(Academic)

The DVC(A) spoke to his report. An update on delivery of actions following the NSS 2021 results had been received from Directors earlier in the week, with delivery on track. The first feedback had been received from mid-module reviews, the feedback was mostly positive, with areas where it was not as required being followed up. The DVC(A) reported that the outcome from the Institute of Technology bid had been disappointing, although it did simplify some matters in the region. He finished by reporting that the annual UKVI Basic Compliance Assessment had been submitted, with the University within the three thresholds required.

A section of this minute has been recorded in a separate confidential set of minutes.

Whether extra staff had been required to support with the requirements of the Border Agency with respect to sponsorships was asked. The DVC(A) responded that the small numbers of staff that this was relevant to meant that these requirements had not been an issue at the University.

The Chair thanked the DVC(A) for his report, noting the work required to meet the UKVI requirements and thanking all involved.

DVC(Health Environment & Innovation)

The DVC(HE&I) spoke to his report, starting by setting out the work being undertaken in Marketing and Recruitment to support student recruitment, including reviewing the approach to open days, campaigns and helping academic leads to understand and use data to support planning. With respect to Student Services, the new Student Engagement Portal had been successfully launched with over 600 of the nearly 2000 cases to date having been generated by students; with the information from the portal being sufficient for some students' needs. The information gathered on the use of the portal was allowing the team to work out the key areas within which self-help guides would be beneficial and improve the quality of information on student issues.

In response to a question it was noted that Skills at Cumbria was an academic skills support programme, including, for example, support with essay writing.

It was noted that 'money matters' was second most popular area of support requested, whether students came to the University for counselling or advice with respect to debt was asked. The DVC(HE&I) responded that 'money matters' covered a range of issues, with the team mostly teaching students relevant skills or referring them to relevant agencies for further support or advice.

Whether the student support data had been reviewed by demographic characteristics was asked. The DVC(HE&I) responded that the data could be cut by different factors, with this to be looked at later in the year.

The award of a NERC grant to the University was welcomed as very good news with the staff involved to be congratulated.

The vaccination rate for students on health programmes was asked. The DVC(HE&I) responded that this was being worked on now, following the government announcement requiring staff to be vaccinated from April 2022. To date there had been approximately 50% response rate. It was expected that some students would not be vaccinated, with third year students potentially to be able to complete their programmes via simulation.

The markets being targeted for international students was asked. The DVC(A) detailed the key markets students currently came to the University from and those being targeted.

The University's position on Anti-Racist Cumbria was asked. The DVC(HE&I) responded that he had been at a meeting with partners across the County with plans to address the issue as a County, through an integrated approach. Reporting on the matter would flow through PPCC.

The DVC(HE&I) was thanked for his report.

AGREED: To receive the reports.

21:40 Internal Auditor's Annual Report, External Auditor's Report and institutional response and Audit & Risk Committee's Annual report to the Board

UB21/25

Received: The Internal Auditor's Annual Report, External Auditor's Report and the Audit and Risk Committee's Annual Report

a)b)&c)

The Chair of Audit and Risk Committee introduced the suite of papers setting out how they were provided to give University Board assurance over the strength of Corporate Governance at the University. The Internal Audit report gave assurance over a range of areas. The external auditor's report looked at the financial controls and the accuracy of the financial statements. There were no new recommendation within the External Auditor's report, with the auditors confirming that it had been a smooth process, they saw no issues with confirming that the University was a Going Concern and with no non-standard wording in the Representation letter. The final paper provided an overview of the Committee's activity through the year, emphasising the work undertaken to provide assurance to the Board over the matters under its remit. She noted that the report was no longer a requirement of HEFCE / the OfS, with the Board asked if it remained useful. The Chair of ARC finished by thanking all of the staff that had engaged with internal and external auditors through the year and the auditors themselves – noting that it was a tribute to all of the staff that the audits were so positive.

It was commented that the reports were very clean, with only standard audit issues raised.

On behalf of the Board the Chair echoed the thanks to all involved.

AGREED: To receive the reports.

21:41 UoC Annual Report and Financial Statements

UB21/26

Received: The Basis of Preparation of the Financial Statements and the UOC Annual Report & Financial Statements including the Representation Letter for KPMG a)&b)

The Chair introduced the item by confirming that the documentation had been to both FRC and ARC. The Chair of FRC was asked if there was anything from the Committee's perspective that the Board's attention should be drawn to. The Chair of FRC responded that the Committee were comfortable that the documentation reflected the financial performance of the University. An addition to the narrative in relation to the size of the capital projects had been requested. The Committee was comfortable that the University fitted within the definition of a Going Concern.

The Chair of ARC reported that the Committee had received a report from the Chair of FRC and had nothing further to add.

The COO commented that he was pleased that the University had got through a difficult year operationally, with the implications of the Covid19 pandemic, and that it had had a good year financially. It was noted that due to the current position with the major capital projects, in that the funding agreements either had not been signed or not been received as yet, it had been agreed with KPMG that they did not fit the definition of being post-balance sheet events. The DDF&P added that since the FRC and ARC meetings some detail on student numbers had been added to the report.

It was commented that with the capital projects about to be ongoing the Board should be looking at projected future balance sheets. The DDF&P responded that a five year balance sheet was required by the OfS and would go to FRC and the Board with different scenarios for consideration.

The University's carbon reporting and its net zero ambition were questioned. How this agenda linked to a Committee of the Board was also asked. The Vice Chancellor responded that the ambitions in this area were being reviewed and further challenged, with the potential to align with the Cumbria goal of 2037 being looked into. How the target would be achieved, with milestones and updates would be sighted at committees as appropriate. A member of ARC commented that there had been recent KPMG reports on how internal audit should be working to support carbon reduction. Another Director commented that 2037 was an ambitious target for the County and that work was needed to ensure that the University's developments were as future proof as possible in this regard. The significantly longer term theme that this discussion raised was commented to be a useful discussion at a future strategy day.

The Chair concluded the item by confirming the Board's position with the documentation.

AGREED:

- To approve the Basis of Preparation of the Financial Statements;
- To approve the UOC Annual Report & Financial Statements;

- To approve the signing of the Representation Letter for KPMG.

21:42 Safeguarding and Prevent

UB21/27

Received: The Safeguarding Annual Report 2020-21 and Prevent Accountability Statement

a)
b)

The Chair of ARC reported that the documentation had been reviewed by the Committee at its meeting on 11 November 2021, with the Committee noting the care and support provided to students in need. In addition to the papers presented to the Board, the Committee had received updated risk assessments for safeguarding and Prevent. The Committee had been assured that the arrangements in place were appropriate.

A section of this minute has been recorded in a separate confidential set of minutes.

AGREED: To receive the report and approve the Prevent Accountability Statement for submission to the OfS.

21:43 Statement on Modern Slavery and Human Trafficking 2020/2021

UB21/28

Received: The statement on Modern Slavery and Human Trafficking for 2020/21

The Chair of ARC reported that the documentation had been reviewed by the Committee at its meeting on 11 November 2021, with the Committee having no comments to make and endorsing the Statement for Board approval.

It was commented that it was good to see that the University was looking to expand the training which would give more people the tools to recognise and report potential issues.

AGREED: To approve the Statement on Modern Slavery and Human Trafficking for 2020/21

21:44 2021/22 Student Recruitment

UB21/29

Received: An update on enrolment numbers and planned further recruitment

The DDF&P spoke to the paper, noting that it had been received by FRC. He reported that there was a mixed picture across the range of recruitment that the paper now covered. The areas performing well and those that were not meeting targets at this stage in the cycle were highlighted. He concluded by noting that there remained a range of in-year recruitment opportunities.

How variable the position would be over the coming months was asked. The DDF&P responded that there would be some changes in full-time numbers, both up and down, until the snapshot taken for the OfS on 1 December 2021. With respect to some other student types, including international students, apprentices, and post-graduate taught students, there were further entry points in the year.

Whether the students that were not converted from application to enrolment decided to go to university elsewhere or not go into higher education was asked. The DDF&P responded that this was not known for particular students but was being looked into where this was possible.

A section of this minute has been recorded in a separate confidential set of minutes.

How the University compared itself to others in the sector was asked, with a comparison seen elsewhere being 'applications by tariff group'. The DVC(A) responded that there was a benchmark group of institutions that were used for consistent comparison.

A section of this minute has been recorded in a separate confidential set of minutes.

AGREED: To receive the report.

21:45 Financial Forecasts and Management Accounts

UB21/30

Received: The latest forecast for 2021/22, an update on financial performance to date and an indicative five-year forecast position.

The DDF&P spoke to the paper, reporting that at this stage in the year it was anticipated that the budget would be delivered and that the University was on track for a £5.2m cash surplus. Staffing was running below budget in part due to difficulties in recruiting. The University's successful bid to the OfS had resulted in an extra £1.3m capital funding that would allow the University to accelerate plans for things that would not have otherwise been able to be funded.

The Chair of FRC commented that the Committee were pleased with how the year was progressing to date, with a track record of achieving financial forecasts being built. He added that the Committee would review the longer term forecasts when ready, with these potentially needing to be looked at differently if the government responded to the Augar recommendations.

It was commented that it would be undesirable if the financial forecasts were being delivered through savings from not being able to recruit the necessary staff to provide a high-quality student experience.

The Chair thanked the DDF&P for all of the work that went into the documentation.

AGREED: To receive the report.

21:46 Citadels Project

UB21/31

Received: An update on Citadels Borderlands Project and a paper on Contractor Appointments

a)&b)

The COO spoke to the update paper highlighting that work was ongoing in parallel with negotiations on the Grant Funding Agreement in order to keep the project on track.

A section of this minute has been recorded in a separate confidential set of minutes.

It was noted that all agreements were contingent on acceptable funding conditions and the signing of the Grant Funding Agreement.

AGREED: Subject to the signing of the Grant Funding Agreement, to appoint:

- DAY Architectural for design stages 3 to 7 subject to the procurement route having been approved by Northumberland County Council, as the Accountable Body for the Borderlands Growth Deal;
- Identity Consult as both Client and Consultant Project Manager;
- Sir Robert McAlpine as the principal build contractor for the Citadels Campus Project.

21:47 Barrow

UB21/32

Received: A report on the Barrow Campus Development

The DVC(A) spoke to the paper and gave an update on progress. He reported that Barrow Borough Council had agreed to make a recommendation to the government department to approve the project at its meeting on 11 November 2021. Progress was also being made on the required legal agreements. The Strategic Advisor Enterprise & Engagement (SAE&E) commented that it was important that the periods covered by the Teaching and Learning Agreement with BAE aligned with the requirements of the Town Deal funding and that there was a clear exit strategy if the agreement was not renewed. The SAE&E commented that a key area of uncertainty related to the conditions of grant, which remained unknown, although there had been broad assurance from Barrow Borough Council that they would be straight forward.

The Chair summarised that the Board had agreed in July 2021 that the proposed campus development in Barrow fitted well with the University's mission and strategy. The Board would therefore want to approve UoC involvement, provided the detailed conditions and costs were acceptable. Final approval could not be given until the conditions of grant were known, and until it was clear that the other key partners involved (BAE, Barrow Council) were prepared to sign up to the necessary commitments. On current plans, the University would commit to find up to £1.9m of funding to the project over several years. It would be necessary for BAE to commit to underwrite a minimum level of student numbers for the first five years, with the agreement to be renewable; and for the company to lease the land to the University on acceptable terms, with appropriate planning permissions. The legal agreements were not in place as yet, however the proposed content of them was known.

The Chair asked whether there were additional aspects that the Board would want in place. The need for there to be options for managing if BAE were to withdraw from the arrangement was noted.

The Chair of FRC commented that the Committee had agreed that the additional £1m of funding could be supported if it needed to be to close the deal.

The Chair asked for Board approval that, if required, the £1m would be funded by the University and that if the legal agreements were in place and the grant funding agreement was acceptable then the Chair of the Board and Chairs of FRC and ARC were authorised to agree the project on behalf of the Board, if the timing was such that the agreement was required before the next planned Board meeting.

AGREED:

- To authorise the Chair the Board and Chairs of FRC and ARC to approve the project on behalf of the Board, if required, subject to the legal agreements being in place and the conditions of grant being acceptable;

- To approve the additional £1m of University funding for the project, should this not be found from external sources.

21:48	Degree Outcome Statement	UB21/33
	<p>Received: The Degree Outcome Statement</p> <p>The Chair of AGC reported that the Committee had reviewed a draft of the Degree Outcome Statement and recommended its approval to University Board, subject to one change that had been made.</p> <p>AGREED: To approve the Degree Outcome Statement</p>	
21:49	Risk Register	UB21/34
	<p>Received: An update on the current assessment of institutional risk</p> <p>The Chair reported that the Risk Register would be a significant agenda item at the Board Strategy Day.</p> <p>AGREED: To receive the risk register.</p>	
21:50	Governance Matters	UB21/35
	<p>Received: The Terms of Reference and Membership 2021/22 for the People Performance and Culture Committee, Academic Governance Committee and Remuneration Committee</p> <p>AGREED: To approve the Terms of Reference presented for 2021/22</p>	
21:51	Estates Update	UB21/36
	<p>Received: An update on current estates matters</p> <p>The COO confirmed that the Estate Strategy would be updated in 2022 to support the new institutional strategy.</p> <p>AGREED: To receive the update.</p>	
21:52	Health and Safety	UB21/37
	<p>Received: The Health and Safety Annual Report for 2020/21 and Health and Safety Update report</p> <p>It was noted that the reports had been discussed at PPCC.</p> <p>AGREED: To receive the reports.</p>	a)&b)
21:53	OfS / DfE Update and communications	UB21/38
	<p>Received: An update on communications from the OfS and DfE</p> <p>AGREED: To receive the report.</p>	
21:54	AOP 2021/22	UB21/39
	<p>Received: an update on delivery of the AOP</p> <p>AGREED: To receive the report.</p>	

21:55 Academic Board Reporting

AB21/15

Received: The minutes of the meeting of Academic Board held on 7 October 2021.

What the mood was in Academic Board was asked. The Vice Chancellor responded that there would be a better view at the second meeting of the year, in December. However, as usual at this time of the year, staff were tired, managing both the normal work and the growth agenda through the implications of the pandemic.

How the Directors of Institutes were getting on was asked. The DVC(A) responded that on the whole they were doing well, managing large agendas that needed to be delivered concurrently. The Vice Chancellor added that the executive were conscious of ensuring that the Directors were equipped to do their roles and accountable and confident in leading their areas. The DVC(HE&I) added that they were excited about the direction of the University, with a renewed sense of vision.

AGREED: To receive the minutes.

21:56 Future Meetings

- Thursday 27 January 2022 (Strategy Day)
- Thursday 17 March 2022
- Thursday 19 May 2022
- Thursday 14 July 2022

Verbal